

IN THE CHANCERY COURT OF DESOTO COUNTY, MISSISSIPPI

IN THE MATTER OF THEODORE F. BEARDEN

CAUSE NO. _____

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a General Power of Attorney, THAT I, THEODORE FITZGERALD BEARDEN, having an address 7925 Highway 51 North, Southaven, Desoto County, Mississippi hereby make, constitute and appoint my wife, CANDACE BEARDEN, having an address at 7925 Highway 51 North, Southaven, Desoto County, Mississippi 38671 my attorney-in-fact TO ACT in my name, place and stead in any way which I could do, if personally present, to the extent permitted by law: to ask, demand, sue for, recover and receive all manner of goods, chattels, debts, rents, interest, sums of money and demands whatsoever, due or to become due, and to execute, acknowledge and deliver acquaintances, receipts, releases, satisfactions or other discharges for the same; to make, execute, indorse, accept and deliver in my name or in the name of my attorney-in-fact all checks, notes, drafts, warrants, acknowledgments, and any other agreements or instruments of any nature, as to my attorney-in-fact may seem necessary or appropriate; and to execute, acknowledge and deliver all assignments, extensions, satisfactions, releases, contracts, deeds, leases, mortgages, writings and any other agreements and instruments of any nature affecting any property of any nature and wherever situate, which to my attorney-in-fact may seem necessary or appropriate; to enter and take possession of any real or personal property, or any part thereof, belonging to me or to which I may be entitled, and to receive and take for me and in my name all or any rents, issues and profits of any real property to me belonging, and to let the same in such manner as to my attorney-in-fact shall seem necessary or appropriate; to commence any actions or proceedings, for the recovery of any real or personal property or for any other purpose, and to prosecute, maintain and discontinue the same as my attorney-in-fact may deem necessary or appropriate; to appear, answer and defend in any actions or proceedings commenced against me, and to compromise, settle and adjust all actions, proceedings, accounts, dues and demands that may exist as my attorney-in-fact shall deem necessary or appropriate; to take all steps and remedies necessary or appropriate for the conduct and management of my business and personal affairs, and for recovering, obtaining and holding all real or personal property including debts, interest, demands, duties, sums of money or any other things whatsoever, as aforesaid, that are thought to be due, owing, belonging or payable to me in my own right or otherwise; and to do, execute, perform and finish for me and in my name all things which my attorney-in-fact shall deem necessary or appropriate, in and about or concerning my property or any part thereof.

This power of attorney shall not be affected by my becoming disabled, incompetent or incapacitated.

To induce any third party to act hereunder, I agree that any third party receiving a duly executed copy or facsimile of this power of attorney may act hereunder, and that revocation or termination hereof shall be ineffective as to such third party unless and until receipt of actual notice or knowledge thereof, and I, for myself and my heirs, executors, legal representatives and assigns, agree to indemnify and hold such third party harmless from and against any and all claims that may arise by reason of reliance upon this power of attorney.

IN WITNESS WHEREOF, I have executed this power of attorney this 5th day of January, 2001.

Theodore Fitzgerald Bearden
THEODORE FITZGERALD BEARDEN

STATE OF MISSISSIPPI:

COUNTY OF DeSoto

PERSONALLY appeared before me, a notary public of said State, the within named, **THEODORE FITZGERALD BEARDEN**, who acknowledged that signed and delivered the foregoing power of attorney on this 5th day of January, 2001.

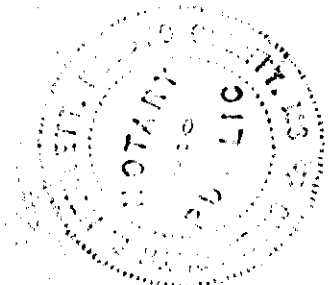
Given under my hand and official seal this 5th day of January, 2001.

Guendoly S. Griffith
NOTARY PUBLIC

My commission expires:

(SEAL)

January 1, 2002



Prepared by:

Erika D. Suttler, P.A.

1305 Church Road

Southaven, Mississippi 38671

662-349-3977

STATE MS. - DESOTO CO.
FILED

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